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U.S. DISTRICT COURT

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DISTRICT OF UTAH
BY: _____
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*Attorneys for Defendant/Counterclaim-Plaintiff
International Business Machines Corporation*

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF UTAH**

THE SCO GROUP, INC.

Plaintiff/Counterclaim-Defendant,

v.

INTERNATIONAL BUSINESS
MACHINES CORPORATION,

Defendant/Counterclaim-Plaintiff.

**UNSEALED DECLARATION OF
SAMUEL J. PALMISANO
[Docket 333]**

Civil No. 2:03CV0294 DAK

Honorable Dale A. Kimball

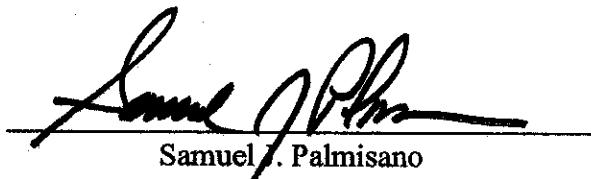
Magistrate Judge Brooke C. Wells

I, Samuel J. Palmisano, declare as follows:

1. I am the Chief Executive Officer and Chairman of the Board of Directors of International Business Machines Corporation ("IBM").
2. This declaration is submitted in connection with the lawsuit brought by The SCO Group, Inc. ("SCO") against IBM, titled The SCO Group, Inc. v. International Business Machines Corporation, Civil No. 2:03CV-0294 DAK (D. Utah 2003). I make this declaration based upon personal knowledge.
3. I allowed attorneys from IBM and Cravath, Swaine & Moore LLP to have unrestricted access to all of the documents in my possession or control, including hard copy documents, soft copy documents, and e-mails.
4. On February 18, 2004, two attorneys, and on February 19, 2004, one attorney, came to my office in Armonk, New York, and searched through my files for documents responsive to SCO's discovery requests. I did not withhold any documents from the attorneys' review.
5. I declare under penalty of perjury that the foregoing is true and correct.

Executed: November 18, 2004.

Armonk, New York



Samuel J. Palmisano

CERTIFICATE OF SERVICE

I hereby certify that on the 19 day of November, 2004, a true and correct copy of the foregoing was hand delivered to the following:

Brent O. Hatch
Mark F. James
HATCH, JAMES & DODGE, P.C.
10 West Broadway, Suite 400
Salt Lake City, Utah 84101

and was sent by U.S. Mail, postage prepaid, to the following:

Stephen N. Zack
Mark J. Heise
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Miami, Florida 33131

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Fishman

CERTIFICATE OF SERVICE

I hereby certify that on the 4th day of May, 2005, a true and correct copy of the foregoing was sent by U.S. Mail, postage prepaid, to the following:

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